

**\*\*E-Filed 3/6/09\*\***

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Co-Lead Counsel for Plaintiffs

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION

In re TRIDENT MICROSYSTEMS, INC., )  
DERIVATIVE LITIGATION )

\_\_\_\_\_  
This Document Relates To:  
ALL ACTIONS.  
\_\_\_\_\_

Master File No. C06-3440-JF

) STIPULATION AND ~~PROPOSED~~ ORDER  
) REGARDING PLAINTIFFS' MOTION TO  
) COMPEL DOCUMENTS FROM THE  
) SPECIAL LITIGATION COMMITTEE AND  
) VACATING THE MAY 1, 2009 HEARING  
) ON THE SPECIAL LITIGATION  
) COMMITTEE'S MOTION TO TERMINATE

1 Plaintiffs and Trident Microsystems, Inc.'s Special Litigation Committee ("SLC") hereby  
2 submit this stipulation and [proposed] order regarding briefing on the SLC's Motion to (A)  
3 Terminate and Dismiss as to All Defendants Except Frank C. Lin and (B) Approve Settlements  
4 ("Motion to Terminate").

5 WHEREAS, on or around November 10, 2008, the SLC provided plaintiffs with a draft of its  
6 Report of the Special Litigation Committee of the Board of Directors of Trident Microsystems, Inc.;

7 WHEREAS, on December 12, 2008, plaintiffs sent the SLC a request for 14 discrete  
8 categories of documents for production related to its investigation of stock options backdating  
9 allegations in the above captioned action;

10 WHEREAS, on February 9, 2009, the SLC filed its Motion to Terminate;

11 WHEREAS, on February 9, 2009, Trident Microsystems, Inc. filed its Notice of Motion and  
12 Motion to Stay Derivative Proceedings as to Defendant Frank Lin ("Motion to Stay");

13 WHEREAS, both the Motion to Terminate and the Motion to Stay are currently scheduled to  
14 be heard on May 1, 2009;

15 WHEREAS, on February 27, 2009, the SLC provided a letter responding to plaintiffs'  
16 December 12, 2008 request for the production of documents associated with the SLC's investigation,  
17 objecting to several categories of information and agreeing to produce certain categories of other  
18 information;

19 WHEREAS, the SLC has also asserted various privileges over documents that it is currently  
20 refusing to produce in response to plaintiffs' December 12, 2008 requests;

21 WHEREAS, plaintiffs and the SLC agree that that the discovery issues arising from  
22 plaintiffs' December 12, 2008 requests and the SLC's February 27, 2009 responses will have to be  
23 resolved through motion practice;

24 WHEREAS, plaintiffs and the SLC have met and conferred and agree that the depositions of  
25 the SLC members cannot go forward until the scope of production and the privilege assertions are  
26 resolved;

1 WHEREAS, plaintiffs and the SLC agree that plaintiffs will not be in a position to  
2 appropriately respond to the Motion to Terminate until the above-mentioned discovery issues are  
3 resolved;

4 WHEREAS, plaintiffs and the SLC have met and conferred and agreed on a briefing  
5 schedule for plaintiffs' Motion to Compel information from the SLC and vacating the May 1, 2009  
6 hearing until a resolution of the Motion to Compel has been reached;

7 NOW THEREFORE, the parties agree as follows subject to approval of the Court:

8 1. Plaintiffs shall file their Motion to Compel no later than March 11, 2009. before  
Magistrate Judge Patricia V. Trumbull.

9 2. The SLC shall file its response to the Motion to Compel no later than March 28,  
10 2009.

11 3. Plaintiffs shall file their reply in support of the Motion to Compel no later than  
12 April 7, 2009. Plaintiffs shall contact Judge Trumbull's chambers to schedule a hearing.

13 4. ~~The Court shall hear oral argument on the Motion to Compel on April 21, 2009 or at a~~  
14 ~~time most convenient for the Court.~~

15 5. The May 1, 2009 hearing on the Motion to Terminate and Motion to Stay shall be  
16 vacated and the Court shall set a schedule for briefing of the Motion to Terminate and Motion to  
17 Stay upon resolution of the Motion to Compel.

18 DATED: March 5, 2009

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Co-Lead Counsel for Plaintiffs

DATED: March 5, 2009

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Attorneys for Trident Special Litigation  
Committee

I, Shawn A. Williams, am the ECF User whose ID and password are being used to file this Stipulation and [Proposed] Order Regarding Plaintiffs' Motion to Compel Documents from the Special Litigation Committee and Vacating the May 1, 2009 Hearing on the Special Litigation Committee's Motion to Terminate. In compliance with General Order 45, X.B., I hereby attest that John D. Pernick has concurred in this filing.

DATED: March 5, 2009

/s/ Shawn A. Williams

SHAWN A. WILLIAMS

1 DATED: March 5, 2009

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12 Attorneys for Nominal Defendant Trident  
Microsystems Inc.

13 I, Shawn A. Williams, am the ECF User whose ID and password are being used to file this  
14 Stipulation and [Proposed] Order Regarding Plaintiffs' Motion to Compel Documents from the  
Special Litigation Committee and Vacating the May 1, 2009 Hearing on the Special Litigation  
15 Committee's Motion to Terminate. In compliance with General Order 45, X.B., I hereby attest that  
David F. Gross has concurred in this filing.

16 DATED: March 5, 2009

/s/ Shawn A. Williams  
SHAWN A. WILLIAMS

18 \* \* \*

19 **ORDER**

20 IT IS SO ORDERED.

21 DATED: 3/6/09

  
22 THE HONORABLE JEREMY FOGEL  
23 UNITED STATES DISTRICT JUDGE

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CERTIFICATE OF SERVICE

I hereby certify that on March 5, 2009, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses denoted on the attached Electronic Mail Notice List, and I hereby certify that I have mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on March 5, 2009.

/s/ Shawn A. Williams

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### Manual Notice List

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- (No manual recipients)